

NOTE 000012782

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000295174 3)))



H060002951743ABC1

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FILED
06 DEC 14 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

floridian palms townhomes homeowners assciation, inc

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

Electronic Filing Menu Corporate Filing Menu

Help

(10)

FILED
06 DEC 14 AM 10:32
H06000295174
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR
FLORIDIAN PALMS TOWNHOMES HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not-for-profit and do hereby certify:

ARTICLE I

The name of the corporation, herein called the "Association," is Floridian Palms Townhomes Homeowners Association, Inc. and the corporate office address is 26530 Mallard Way, Punta Gorda FL 33950.

PURPOSE AND POWERS: The purpose for which the Association is organized is to provide an entity pursuant to the Florida Homeowners Association Act, Chapter 720 of the Florida Statutes, for the operation of Floridian Palms Townhomes Homeowners Association located in Lee County, Florida.

ARTICLE II

The Association is organized and shall exist upon a non-stock basis as a not-for-profit corporation under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, director or officer of the Association. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not-for-profit under the laws of the State of Florida, and as provided in these Articles, the By-Laws and the Florida Homeowners Association Act, Chapter 720 of the Florida Statutes; and it shall have all the powers and duties reasonably necessary to operate the Homeowners Association, including, but not limited to the following:

A. To make and collect assessments against members of the Association to defray the costs, expenses and losses of the Association, and to use the proceeds of assessments in the exercise of its powers and duties. If these assessments are unpaid by any member, the Association may file a lien and foreclose the lien pursuant to Chapter 720 of the Florida Statutes and the By-Laws.

B. To maintain, repair, replace and operate the Association Property.

C. To purchase insurance upon the Association Property for the protection of the Association, its members, and their mortgagees.

D. To reconstruct improvements after casualty and to make further improvements of the property.

H06000295174

E. To make, amend and enforce reasonable rules and regulations governing the use of the Common Elements.

F. To approve or disapprove the transfer, mortgage, ownership and occupancy of units, as provided by the By-Laws.

G. To enforce the provisions of the Homeowners Act, Chapter 720 of the Florida Statutes, these Articles, and the By-Laws of the Association.

H. To contract for the management and maintenance of the Association and to delegate any powers and duties of the Association in connection therewith except such as are specifically required by the By Laws to be exercised by the Board of Directors or the membership of the Association.

I. To employ accountants, attorneys, architects, and other personnel necessary to perform the services required for proper operation of the Association.

J. To acquire real and personal property in the name of the Association.

All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of these Articles of Incorporation and the By-Laws.

ARTICLE III

MEMBERSHIP:

A. The members of the Association shall consist of all record owners of a fee simple interest in one or more units in the townhomes, and as further provided in the By-Laws; after termination of the Association, the members shall consist of those who are members at the time of such termination.

B. After receiving approval of the Association, change of membership shall be established by recording in the Public Records of Lee County, Florida, a deed or other instrument and by the delivery to the Association of a copy of such instrument.

C. The share of a member in the funds and assets of the Association cannot be assigned or transferred in any manner, except as an appurtenance to his unit.

D. The owners of each unit, collectively, shall be entitled to one vote in Association matters. The manner of exercising voting rights shall be as set forth in the By-Laws.

ARTICLE IV

TERM: The term of the Association shall be perpetual.

ARTICLE V

BY-LAWS: The By-Laws of the Association may be altered, amended, or rescinded in the manner provided therein.

ARTICLE VI

AMENDMENTS: Except as otherwise provided by Florida law, these Articles of Incorporation may be amended by vote of a majority of the voting interest at any annual or special meeting, or by approval in writing of the owners of a majority of the units without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains a copy of the proposed Amendment.

An amendment shall become effective upon filing with the Secretary of State.

ARTICLE VII

DIRECTORS AND OFFICERS:

A. The affairs of the Association will be administered by a Board of Directors consisting of the number of Directors determined by the By-Laws, but not less than three (3) Directors, initially appointed by the Developer, and in the absence of such determination shall consist of three (3) Directors. Except for Directors appointed by the Developer, all Directors must be members of the Association.

B. Directors of the Association shall be elected by the members in the manner determined by the By-Laws. Directors may be removed, and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

C. The business of the Association shall be conducted by the Officers designated in the By-Laws. The Officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board.

ARTICLE VIII

INCORPORATOR:

The name and address of the Incorporator is:

Michael W. Bond
1845 Monte Vista Street
Fort Myers FL 33901

ARTICLE IX

INITIAL DIRECTORS:

The Initial Directors of the Association and their addresses shall be:

Dean Rossey Sr., President
26530 Mallard Way
Punta Gorda FL 33950

Joan Oben, Secretary-Treasurer
26530 Mallard Way
Punta Gorda FL 33950

Gary Oben Sr., Vice President
26530 Mallard Way
Punta Gorda FL 33950

ARTICLE X

INITIAL REGISTERED AGENT:

The initial registered agent of the Association shall be:

Michael W. Bond
1845 Monte Vista Street
Fort Myers FL 33901

ARTICLE XI

INDEMNIFICATION:

The Association shall indemnify every Director and every Officer of the Association against all expenses and liabilities, including attorney's fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or Officer of the Association. The foregoing right of indemnification shall not apply to:

A. Gross negligence or willful misconduct in office by any Director or Officer.

B. Any criminal action, unless the Director or Officer acted in good faith and in a manner he reasonably believed was in, not opposed to, the best interest of the Association, and had no reasonable cause to believe his action was unlawful.

To the extent that a Director or Officer has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in Subsection (1) or Subsection (2), or in


TOTAL P.06

H0600029574

defence of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him in connection therewith.

The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

WHEREFORE, the Incorporator has caused these presents to be executed this 12th day of December 2006.


Michael W. Bond

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Floridian Palms Townhomes Homeowners Association, Inc., at the place designated in these Articles of Incorporation, I hereby accept the appointment to act in this capacity and agree to comply with the laws of the State of Florida in keeping open said office.


Michael W. Bond

FILED

06 DEC 14 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H0600029574